

Exhibit D

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1 DEPOSITION OF IRA GOLDBERG, TAKEN AT 2033 GATEWAY PLACE,
2 5TH FLOOR, SAN JOSE, CALIFORNIA 95110, ON BEHALF OF THE
3 DEFENDANT AT 9:06 A.M. PST, FRIDAY, DECEMBER 15, 2023, AND
4 REPORTED REMOTELY, VIA VIDEOCONFERENCE, BY
5 SUSAN S. HENRIQUEZ, C.S.R. NO. 13763.
6
7 APPEARANCES OF COUNSEL (ALL APPEARED IN PERSON):
8
9 FOR THE PLAINTIFF:
10 VALLEJO | ANTOLIN | AGARWAL | KANTER LLP
11 BY: MONTY AGARWAL, ESQ.
12 3021 CITRUS CIRCLE
13 SUITE 220
14 WALNUT CREEK, CALIFORNIA 94598
15 925.951.6970
16 MAGARWAL@VAAKLLP.COM
17
18 FOR THE DEFENDANT:
19 AMIN TALATI WASSERMAN, LLP
20 BY: GEORGE SPATZ, ESQ.
21 MANON BURNS, ESQ.
22 549 WEST RANDOLPH STREET
23 SUITE 400
24 CHICAGO, ILLINOIS 60661
25 312.466.1033
GSPATZ@AMINTALATI.COM
MBURNS@AMINTALATI.COM

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5	BY MR. SPATZ	4
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1 FRIDAY, DECEMBER 15, 2023, 9:06 A.M. PST
2
3 IRA GOLDBERG,
4 having been duly administered an oath by the
5 court reporter, was examined and testified as follows:
6
7 MR. AGARWAL: On behalf of the plaintiff,
8 Threshold Enterprises, this is Monty Agarwal.
9 MR. SPATZ: On behalf of the Defendant Lifeforce
10 Digital, Inc., this is George Spatz and my colleague
11 Manon Burns.
12 EXAMINATION
13 BY MR. SPATZ:
14 Q Mr. Goldberg, could you please state and spell
15 your name for the record.
16 A Ira Goldberg, I-R-A, G-O-L-D-B-E-R-G.
17 Q Mr. Goldberg, have you ever been deposed before?
18 A Yes.
19 Q How many times have you been deposed?
20 A I don't know exactly but five, six. Probably at
21 least five, less than ten.
22 Q And have those depositions all been related to
23 matters involving Threshold Enterprises?
24 A I believe so, yes.
25 Q Do you recall how long ago the most recent

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1 deposition was?
2 A No, I haven't been deposed in many years so I --
3 you know, I can't remember. I think the most recent one
4 was probably around ten years ago. I could be -- you
5 know, I can't say exactly.
6 Q And to your recollection were any of those
7 depositions involving trademark matters or trademark
8 disputes?
9 A Yes.
10 Q Okay. And what matters that you were deposed in
11 involved trademark disputes?
12 A The one I remember is also on Lifeforce. It
13 was -- we sued the company called -- the product was
14 called Lifeforce B for trademark infringement.
15 Q And the company was Functional Brands?
16 A I believe so. I'm not a hundred percent sure. I
17 believe so. It's been a while.
18 Q To your recollection were any of the other
19 depositions related to trademarks and trademark matters?
20 A At the moment I don't think so, but I could be
21 mistaken. I can't remember all the depositions I've been
22 in, so there might have been another one, but I don't
23 recall.
24 Q Okay. Since it's been a while we'll go through
25 the ground rules of depositions.

<p style="text-align: right;">Page 6</p> <p>1 We're doing well right now, but we do have a</p> <p>2 court reporter who's writing everything down; so it's</p> <p>3 important, as we go forward, that you let me finish</p> <p>4 talking before you're talking and then I'll do my best to</p> <p>5 allow you to finish before I talk.</p> <p>6 The court reporter can't transcribe "uh-huhs" and</p> <p>7 "uhmms" very well, so if you can give verbal responses,</p> <p>8 "yes" or "no," that would be appreciated.</p> <p>9 Okay?</p> <p>10 A Okay.</p> <p>11 Q And then your counsel may object to a question.</p> <p>12 Unless he instructs you not to answer, you're still to</p> <p>13 answer the question?</p> <p>14 A Okay.</p> <p>15 Q Okay. And then finally, you know, this isn't --</p> <p>16 you're not locked here, so if you need a break to get some</p> <p>17 water, use the restroom, to stand up, stretch your legs,</p> <p>18 feel free. Just let me know, I'll finish whatever</p> <p>19 questions I'm on, and then we can take a break.</p> <p>20 Okay?</p> <p>21 A Okay.</p> <p>22 Q Is there any reason you would not be able to give</p> <p>23 truthful testimony today? You're not feeling well or</p> <p>24 you've taken medication that would prevent you from giving</p> <p>25 truthful testimony?</p>	<p style="text-align: right;">Page 8</p> <p>1 Q I want to go over just a little bit of your</p> <p>2 education and work background. Can you give me a brief</p> <p>3 overview of your education.</p> <p>4 A I went to public school, junior high, high school</p> <p>5 in New York, New York City. I went to college, Brooklyn</p> <p>6 College, graduated -- four years straight -- in 1970.</p> <p>7 Q What did you -- what was your major at Brooklyn</p> <p>8 College?</p> <p>9 A Political science.</p> <p>10 Q And then after Brooklyn College?</p> <p>11 A No formal education.</p> <p>12 Q So did you get employment following college?</p> <p>13 A Yes. I was a schoolteacher at New York City</p> <p>14 public school system.</p> <p>15 Q How long were you a schoolteacher?</p> <p>16 A I had two jobs. Both did not last very long,</p> <p>17 both under two months.</p> <p>18 Q And after the short stints as a schoolteacher,</p> <p>19 what did you do?</p> <p>20 A Well, I -- you know, I was 21 years old. I did a</p> <p>21 little traveling. And -- it's been a while. Let me see.</p> <p>22 Let's see. I did a little traveling, and then eventually</p> <p>23 I went to work in the family business.</p> <p>24 Q What was the family business?</p> <p>25 A The company was called Battery Specialists of</p>
<p style="text-align: right;">Page 7</p> <p>1 A No.</p> <p>2 Q Not revealing any substance of your conversations</p> <p>3 with counsel, what did you do to prepare for your</p> <p>4 deposition today?</p> <p>5 A Well, I talked to Monty. We had a roughly short</p> <p>6 meeting. And then I think I spoke to him one or two more</p> <p>7 times, very shortly, over the last -- you know, this week,</p> <p>8 over this week.</p> <p>9 Q Did you speak to anyone at Threshold about your</p> <p>10 deposition?</p> <p>11 A No, except they know I'm going -- people at</p> <p>12 Threshold know I'm going to a deposition today because I'm</p> <p>13 usually there and I'm not there today.</p> <p>14 Q Understood. Did you talk to Mr. Cayton (phonetic</p> <p>15 spelling) about his deposition?</p> <p>16 A No.</p> <p>17 Q Did you talk to Mr. Sugarman about his</p> <p>18 deposition?</p> <p>19 A No -- oh, wait -- yeah, that's correct, that's</p> <p>20 correct.</p> <p>21 Q You understand the testimony you're giving today</p> <p>22 concerns a trademark infringement proceedings that</p> <p>23 Threshold Enterprises has brought against Lifeforce</p> <p>24 Digital regarding the Lifeforce trademark; correct?</p> <p>25 A Yes.</p>	<p style="text-align: right;">Page 9</p> <p>1 New York.</p> <p>2 Q And about what year did you start with the family</p> <p>3 business?</p> <p>4 A I don't know exactly but probably -- probably</p> <p>5 like '72, '73. Could have been earlier, could have been</p> <p>6 later. It's been a while.</p> <p>7 Q And how long were you with your family company?</p> <p>8 A About three years.</p> <p>9 Q And, generally speaking, what were you doing for</p> <p>10 the company?</p> <p>11 A Delivering batteries, warehouse work.</p> <p>12 Q Following working with the family business, what</p> <p>13 did you do?</p> <p>14 A Let me see. I started a small business in</p> <p>15 Boston, Massachusetts, called -- they were doing</p> <p>16 distribution, and myself and a partner distributed certain</p> <p>17 natural products to health food stores in the New York</p> <p>18 area.</p> <p>19 Q And how long were you involved in that</p> <p>20 distribution business?</p> <p>21 A Less than a year or about a year.</p> <p>22 Q Okay. And then following that?</p> <p>23 A I started a company in -- I moved to California,</p> <p>24 started a company in Santa Cruz called European Health</p> <p>25 Imports.</p>

<p style="text-align: right;">Page 10</p> <p>1 Q Did you do that with a partner as well?</p> <p>2 A No.</p> <p>3 Q And how long were you with European Health</p> <p>4 Imports?</p> <p>5 A Well, in the sense, 45 years. It was the</p> <p>6 forerunner name of my current company. I changed the</p> <p>7 name, you know, but -- to Threshold Enterprises.</p> <p>8 Q Okay. And, calculating, the European Health</p> <p>9 Imports would be around 1977?</p> <p>10 A Yeah. It started in January -- I believe January</p> <p>11 of '78.</p> <p>12 Q Do you know when you changed the name to</p> <p>13 Threshold?</p> <p>14 A Probably one to two years later.</p> <p>15 Q And at the beginning days, what was the focus of</p> <p>16 the company?</p> <p>17 A Selling natural products, nutritional supplements</p> <p>18 to natural food stores, primarily.</p> <p>19 Q And were you the CEO and president?</p> <p>20 A President.</p> <p>21 Q Okay. And you've been --</p> <p>22 A Yeah, I'm the leader, owner, leader, president.</p> <p>23 Q You've been the leader, owner of the company, to</p> <p>24 the present?</p> <p>25 A Yes.</p>	<p style="text-align: right;">Page 12</p> <p>1 fee. And we started using that to call all over the</p> <p>2 country to sell our products to primarily natural food</p> <p>3 stores.</p> <p>4 Then another milestone is we were a distributor</p> <p>5 at the time, and I realized, in looking for certain types</p> <p>6 of products, they didn't exist or they weren't to our</p> <p>7 liking, and we decided to start making our own products</p> <p>8 also in addition to distributing other people's products.</p> <p>9 Q And around what time did Threshold start</p> <p>10 developing its own products?</p> <p>11 A I think '82 or '83.</p> <p>12 Q And what were the first products that Threshold</p> <p>13 began developing?</p> <p>14 A The first products were some basic vitamins and</p> <p>15 minerals, you know, your basic vitamin A, B, C, D, E,</p> <p>16 calcium, magnesium, multivitamin. At first the products</p> <p>17 were basic. And then -- but, you know, we started</p> <p>18 expanding, making some new products.</p> <p>19 And there was a -- a product -- this is -- the</p> <p>20 company kind of grew rapidly. It was a lot of publicity</p> <p>21 around a product called Spirulina, kind of an algae health</p> <p>22 supplement, high protein, green product, and it's still</p> <p>23 being used today in the natural foods industry. And we</p> <p>24 were one of the firsts to sell that product, and it was</p> <p>25 very popular and helped the company grow. So that was a</p>
<p style="text-align: right;">Page 11</p> <p>1 Q Without you going into too much detail, the</p> <p>2 company has grown from that point -- about how many</p> <p>3 employees and contractors does the company have at this</p> <p>4 point?</p> <p>5 A You know, I don't have an exact number, but I</p> <p>6 would say somewhere between 5 and 600. Probably closer to</p> <p>7 500 would be my guess.</p> <p>8 Q If you can just give us at, a really high level,</p> <p>9 kind of a brief history of the company from the beginning</p> <p>10 in 1978 and some of its major milestones to where we are</p> <p>11 today?</p> <p>12 A So the first product that we sold at the company</p> <p>13 was called Omega H-3. It was a health and -- you know,</p> <p>14 health supplement imported from Europe. And so the name</p> <p>15 European Health Imports, the first few products we sold</p> <p>16 were imported from Europe. And then we expanded and got</p> <p>17 into more and more products over time.</p> <p>18 We found success selling in California, then in</p> <p>19 Washington, and then we realized, you know, we were small</p> <p>20 but we were doing well and, you know, how to expand out</p> <p>21 beyond the West Coast. And we started using</p> <p>22 telemarketing, and so we were one of the first</p> <p>23 telemarketing companies in the natural foods industry.</p> <p>24 WATS line, if you remember WATS lines -- you may not</p> <p>25 remember, but it was virtually unlimited calls for a flat</p>	<p style="text-align: right;">Page 13</p> <p>1 milestone.</p> <p>2 Q And that was also in the early to mid '80s?</p> <p>3 A Yeah, yeah. And then, you know, we continued to</p> <p>4 grow. We also, in the early '80s, we opened up a division</p> <p>5 called Planetary Formulas. It was an herbal product,</p> <p>6 herbal line based primarily on Chinese and Ayurvedic types</p> <p>7 of preparations.</p> <p>8 Q And do you know the time frame in which you</p> <p>9 started the Planetary Formulas?</p> <p>10 A Similar time frame, maybe a year or two later,</p> <p>11 after Source; so I would say early '80s.</p> <p>12 Q You said "after Source"?</p> <p>13 A Source Naturals.</p> <p>14 Q That's a reference to Source Naturals?</p> <p>15 A Yes, that's the brand.</p> <p>16 Q And was that the brand that you released the</p> <p>17 basics, the vitamins and minerals and the Spirulina?</p> <p>18 A Yes, from Source Naturals.</p> <p>19 Q So then the Source Naturals started in the</p> <p>20 '82-'83 time frame?</p> <p>21 A Yes, around there approximately.</p> <p>22 Q And then continuing today, is the Source Naturals</p> <p>23 and Planetary Formulas the two primary brands that</p> <p>24 Threshold sells?</p> <p>25 A Yes.</p>

<p style="text-align: right;">Page 14</p> <p>1 Q I know Barry mentioned Horizon. Are there other 2 brands that Threshold provides? I think he said that that 3 was a minor or nominal portion of the business? 4 A Yeah, we developed, also, a line called 5 Horizon -- Horizon Naturals or -- and, you know, because 6 of channel conflict, we wanted to move more into 7 mass-market type of activities, but we didn't want to do 8 it with Source Naturals because natural food stores would 9 be upset to see products of their stores selling, you 10 know, on the shelf of supermarkets or whatnot. So we 11 developed similar products, same products, same type of 12 products, but for the mass market. 13 Q And is Horizon Naturals, is that still a line 14 that Threshold sells? 15 A No, no. 16 Q So for, like, the mass-market customers, you're 17 just selling directly under the Source Naturals brand? 18 A Yes. The marketplace has changed and concerns of 19 channel conflict where a natural foods store might not 20 carry a brand if it was sold in other channels of 21 commerce, you know, that has dissipated. That's -- it 22 still might exist in some retailers' minds, but in 23 general, it's not an issue anymore. 24 Q Is there a general time frame in which that shift 25 happened from the channel conflict to not?</p>	<p style="text-align: right;">Page 16</p> <p>1 search your files for documents that might be relevant to 2 the case? 3 A No. 4 Q And then would you consider yourself being in 5 charge of day-to-day operations at Threshold? 6 A No. 7 Q Who's in charge of day-to-day operations? 8 A Carl Weissman. He's the COO and CFO. 9 Q And do you have a, you know, particular area or 10 scope that you spend most of your time in? 11 A Well, you know, a number of areas but finance -- 12 finance, banking relationship, R&D, you know -- 13 THE COURT REPORTER: I'm sorry, Mr. Goldberg -- 14 can you guys hear me? 15 MR. SPATZ: I can. 16 THE WITNESS: Payables. I still sign all the 17 checks -- 18 THE COURT REPORTER: Okay. I got "finance, 19 banking relationship," and then you said something after 20 that and I didn't get that. 21 MR. SPATZ: R&D. 22 THE WITNESS: R&D, Research and Development. 23 THE COURT REPORTER: Thank you. 24 THE WITNESS: So I don't run -- we have a whole 25 department run by a PhD but I participate, also</p>
<p style="text-align: right;">Page 15</p> <p>1 A It's been a long -- you know, a long, slow 2 process as supplements move from, you know, natural food 3 stores or drugstores or pharmacies into the internet -- 4 other -- and as mass market became more interested in 5 nutritional supplements -- you know, they weren't 6 interested in the kind of, let's say, more sophisticated 7 nutritional supplements that we sold. You know, in the 8 early days they would have basics, but as time went on and 9 the popularity of nutritional supplements has grown, then 10 the mass market started to get into more sophisticated 11 formulas and wants more natural-food-type products. 12 Q And mass market, that's like the grocery stores? 13 A Grocery stores, pharmacies, other types of 14 outlets, like, you know, what they call big-box stores. 15 Q Like Costco and Walmart? 16 A Yeah. 17 Q Jumping back real quick just to confirm: You 18 don't have any education, specific training in law or 19 advertising, do you? 20 A No. You mean formal training? 21 Q Formal training, yes. 22 Were you involved in collecting documents to 23 produce in this case? 24 A No. 25 Q Did anybody ask you to search your e-mails or</p>	<p style="text-align: right;">Page 17</p> <p>1 participate in marketing. You know, I edit, I'll edit 2 certainly, you know, marketing leaflets, brochures, ads, 3 not just, you know -- you know, I review all those things 4 along with other people. I'm not the only one, but I'm 5 part of a review team on marketing materials and just 6 general strategy, business strategy and sales. You know, 7 we have sales managers, but I sit in on meetings and I 8 participate in that area. 9 Q Okay. I want to talk a little bit about the 10 Source Naturals brand of -- line of -- the Source Naturals 11 brand of products. 12 Is it correct that there's approximately 13 750 Source Naturals products? 14 A Yes, approximately. 15 Q Okay. And those are targeted into specific 16 health categories? 17 A Yeah, yes. 18 Q And we've had testimony on several of those 19 categories, but it's in reference to approximately 20 25 different health categories? 21 A Yeah, I mean, it's a matter of interpretation, so 22 you know, if we have -- if you counted and we have 25, 23 then we have 25. Some people might have 20; some people 24 might have 30. 25 Q Understood?</p>

<p style="text-align: right;">Page 18</p> <p>1 A It's how you slice the pie.</p> <p>2 Q Got it. And I just saw a reference of it in some</p> <p>3 of the literature, so I haven't particularly counted or</p> <p>4 have a formula for that.</p> <p>5 Could you just recite some of the products and</p> <p>6 the categories that they would be sold through?</p> <p>7 A Well, there's different kinds of categories. It</p> <p>8 could be energy, brain, nutrition, you know, bone</p> <p>9 nutrition, digestive, immune, you know, vision, eyesight,</p> <p>10 things that are good for eyesight, anti -- you know,</p> <p>11 antioxidants.</p> <p>12 Q Mr. Goldberg, I'm going to hand you what's been</p> <p>13 marked as Exhibit 201.</p> <p>14 (Whereupon Exhibit No. 201 was marked for identification</p> <p>15 and is attached hereto)</p> <p>16 BY MR. SPATZ:</p> <p>17 Q Do you recognize this as a Threshold Product</p> <p>18 Newsletter from April of 2022?</p> <p>19 A I do.</p> <p>20 Q If you can look at the Bates numbers on the</p> <p>21 document, there's a faint number printed on each page and</p> <p>22 I'm going to refer you to Threshold 16.</p> <p>23 A Okay I'm not seeing the faint number.</p> <p>24 MR. AGARWAL: It's these numbers here.</p> <p>25 THE WITNESS: Oh, okay, there we go.</p>	<p style="text-align: right;">Page 20</p> <p>1 Do you see that?</p> <p>2 A Yes.</p> <p>3 Q Is there a reason why, you know, certain products</p> <p>4 would be under a name like "Wellness" versus a specific</p> <p>5 product like the D3?</p> <p>6 A Well, Wellness is -- we have a very popular</p> <p>7 product called Wellness Formula. It's kind of an</p> <p>8 immune-enhancing product that's become very popular; so</p> <p>9 we've expanded using the Wellness name for -- you know,</p> <p>10 for us is kind of a -- it's a category for immune, for</p> <p>11 immune support. So vitamin D is good for the immune</p> <p>12 system. We put vitamin D product in the Wellness -- under</p> <p>13 the Wellness label.</p> <p>14 Q And you would say the Wellness family of products</p> <p>15 is your best selling product line?</p> <p>16 A You mean division or category?</p> <p>17 Q Or revenue?</p> <p>18 A Revenue? It's either the -- I don't have the</p> <p>19 numbers, so it's either the best or one of the best. It</p> <p>20 may not be the best as a category.</p> <p>21 Q And, like, another product you sell is melatonin;</p> <p>22 correct?</p> <p>23 A Yes.</p> <p>24 Q And is that sold as melatonin or is that within a</p> <p>25 family of products as well?</p>
<p style="text-align: right;">Page 19</p> <p>1 MR. AGARWAL: Find something that ends with 16.</p> <p>2 BY MR. SPATZ:</p> <p>3 Q Also Page 14.</p> <p>4 A Okay, I have 16.</p> <p>5 Q If you would look at the third column, about</p> <p>6 halfway down it says "Source Naturals"; correct?</p> <p>7 A Yes.</p> <p>8 Q Okay. And these would be some of the</p> <p>9 Source Naturals products that were either introduced in</p> <p>10 the April 2022 time frame or were on special for customers</p> <p>11 in and around the April 2022 time frame?</p> <p>12 A Yes.</p> <p>13 Q And if you -- you know, the list goes on to the</p> <p>14 following page, and in the middle column it has a lot of</p> <p>15 those I think you call them basics, so the vitamin A, the</p> <p>16 vitamin D, vitamin C.</p> <p>17 Do you see that?</p> <p>18 A Yes.</p> <p>19 Q And that includes a vitamin D3 product?</p> <p>20 A Yes.</p> <p>21 Q And if you look towards the bottom there, it has</p> <p>22 a vitamin K plus D product as well; correct?</p> <p>23 A Yes.</p> <p>24 Q And then if you look back to just under the</p> <p>25 Source Naturals, there's, like, a Wellness D Immunity.</p>	<p style="text-align: right;">Page 21</p> <p>1 A It's sold as melatonin, but it's under the Sleep</p> <p>2 Science kind of little subline.</p> <p>3 But most of Sleep Science is melatonin, various</p> <p>4 melatonin products.</p> <p>5 Q And then you also have a Lifeforce product line;</p> <p>6 correct?</p> <p>7 A Yeah. Well, it's a subline, yeah.</p> <p>8 Q When you say "subline," what do you mean by</p> <p>9 subline?</p> <p>10 A Well, I consider Source Naturals the line, so</p> <p>11 within the line are groupings of products. You know, you</p> <p>12 can call them lines, or I would refer to them as sublines.</p> <p>13 Q I'll try to use that terminology.</p> <p>14 A That's all right.</p> <p>15 Q And is it correct that all of the products in the</p> <p>16 Lifeforce subline are multivitamins?</p> <p>17 A I believe so, yes.</p> <p>18 Q Is Threshold selling the Lifeforce V product to</p> <p>19 your knowledge?</p> <p>20 A No.</p> <p>21 Q Do you know how long ago it stopped selling the</p> <p>22 Lifeforce V product?</p> <p>23 A I don't know if we ever sold the Lifeforce V</p> <p>24 product.</p> <p>25 Q Were you involved in the research and development</p>

<p style="text-align: right;">Page 42</p> <p>1 BY MR. SPATZ:</p> <p>2 Q I'll restate the question as: To your knowledge</p> <p>3 has Threshold done any studies -- or to your knowledge</p> <p>4 does Threshold have an understanding or done any studies</p> <p>5 as to the care in which consumers take in purchasing the</p> <p>6 Source Naturals Lifeforce subline?</p> <p>7 A I don't know.</p> <p>8 Q What are Threshold's primary marketing methods</p> <p>9 for the Source Naturals product lines?</p> <p>10 A One component is in-store merchandising, another</p> <p>11 component is video advertising, you know, creating videos</p> <p>12 on a website, Amazon or something.</p> <p>13 Q So a video that might be in connection with a</p> <p>14 product listing?</p> <p>15 A Yeah.</p> <p>16 Q Okay. Any other --</p> <p>17 A Literature, ads, we do co-op advertising, so if</p> <p>18 customers have a vehicle of promotion, we may promote our</p> <p>19 products through that vehicle, so that can include</p> <p>20 newspaper, radio, TV.</p> <p>21 Q And the literature you referenced, would that</p> <p>22 primarily lead to retail customers?</p> <p>23 A To, yes, retail customers, yes.</p> <p>24 Q And would you then have literature or information</p> <p>25 developed to post in connection with listings of products</p>	<p style="text-align: right;">Page 44</p> <p>1 Comparative Guided Nutritional Supplements Third</p> <p>2 Edition --</p> <p>3 A Yes.</p> <p>4 Q -- do you see that?</p> <p>5 A Yes.</p> <p>6 Q And on the preceding page, there's been a</p> <p>7 reference to a 2006 Lisle McWilliams Comparative Guide to</p> <p>8 Nutritional Supplements, Third Edition, updated.</p> <p>9 Do you see that?</p> <p>10 A Yes.</p> <p>11 Q That the product rating that you were referring</p> <p>12 to?</p> <p>13 A Yes.</p> <p>14 Q And then following those ratings, is it correct</p> <p>15 that Threshold did a marketing effort for the Lifeforce</p> <p>16 subline?</p> <p>17 A Yes.</p> <p>18 Q And that marketing effort included TV and radio</p> <p>19 ads?</p> <p>20 A I don't remember.</p> <p>21 Q Do you remember any TV ads for the Lifeforce</p> <p>22 subline?</p> <p>23 A I believe there were, but I don't remember.</p> <p>24 Q Are you aware of any radio ads for the Lifeforce</p> <p>25 sublines?</p>
<p style="text-align: right;">Page 43</p> <p>1 online?</p> <p>2 A Well, online is -- the same or similar literature</p> <p>3 also exists online, on our website or other sites.</p> <p>4 Q And are you aware of, specifically with respect</p> <p>5 to the Source Naturals Lifeforce subline, what marketing</p> <p>6 Threshold has done?</p> <p>7 A I do remember some. I can't say I remember all.</p> <p>8 Q What are some of the marketing efforts you can</p> <p>9 recall?</p> <p>10 A We -- you know, there's a life -- we had -- we --</p> <p>11 it's not an award but we got rated as the top multiple in</p> <p>12 North America by an independent research group, and we did</p> <p>13 various marketing efforts around that publication.</p> <p>14 Q Mr. Goldberg, I'm going to hand you what's been</p> <p>15 marked as Exhibit 213.</p> <p>16 (Whereupon Exhibit No. 213 was marked for identification</p> <p>17 and is attached hereto)</p> <p>18 BY MR. SPATZ:</p> <p>19 Q Do you recognize Exhibit 213 as a listing of</p> <p>20 awards and distinctions for the Source Naturals product</p> <p>21 lines?</p> <p>22 A Yes.</p> <p>23 Q And if you look a couple of pages into the</p> <p>24 document, there is a -- or on the last page of the</p> <p>25 document, there's a reference to a 2003 Lisle McWilliams</p>	<p style="text-align: right;">Page 45</p> <p>1 A I believe there were, but I don't remember</p> <p>2 specifics.</p> <p>3 Q Do you know if there's been any updated rankings</p> <p>4 of the multivitamins since 2006 from Lisle McWilliams?</p> <p>5 A I'm not aware. There may be; there may not be.</p> <p>6 I don't know.</p> <p>7 Q Is it your understanding -- I think this goes up</p> <p>8 until March 2019, at least.</p> <p>9 Are you aware of any awards or distinctions for</p> <p>10 the Lifeforce subline post-March 2019?</p> <p>11 A I don't know if this is a complete list --</p> <p>12 Q That was my next question. Is this a complete</p> <p>13 listing of the awards and distinctions?</p> <p>14 A I don't know, but I'm already seeing subsequent,</p> <p>15 in 2014, Lifeforce --</p> <p>16 MR. AGARWAL: You mean subsequent to 2019?</p> <p>17 BY MR. SPATZ:</p> <p>18 Q Well, I --</p> <p>19 A It's been since 2006.</p> <p>20 Q Okay. Let's -- we'll clear that up, okay.</p> <p>21 So my original question, I think we were clear</p> <p>22 on, is: Were there any subsequent rankings from Lisle</p> <p>23 McWilliams's Comparative Guide to Nutritional Supplements</p> <p>24 following 2006?</p> <p>25 A I don't know.</p>


<p style="text-align: right;">Page 46</p> <p>1 Q Okay. Then my next question was or will be: Is 2 this, to your understanding, a complete listing of awards 3 and distinctions? 4 A I don't know. 5 Q Okay. And then the further question was: It 6 looks like this goes at least to March 2019. I'm going to 7 ask: Are you aware of any awards or distinctions for the 8 Source Naturals Lifeforce sublines after March 2019? 9 A I don't know. 10 Q Do you know if Threshold does any Google ad words 11 or search engine ad words or key word purchases? 12 A I don't know. 13 Q And does Threshold have a social media presence 14 for the Source Naturals product line? 15 A Social media presence? 16 Q Yes. 17 A Yes. 18 Q Can you give a general description of what 19 Threshold does in terms of social media for the Source 20 Naturals product lines? 21 A We do -- certain key words -- I'm not directly 22 involved in this and I -- so we do key word searches or 23 targeting advertising to different groups and do videos 24 and -- you know, to draw people to our site. And there 25 may be more. It's not my area.</p>	<p>[REDACTED]</p> <p>3 Q Do you have any specific examples of that 4 marketing for the Source Naturals Lifeforce subline? 5 A I don't know. [REDACTED]</p> <p>14 Q Is there any other marketing efforts for the 15 Source Naturals product line, specific marketing efforts 16 that we haven't discussed? [REDACTED]</p>
<p style="text-align: right;">Page 47</p> <p>1 Q Okay. Are you aware of whether there's been 2 specific social media campaigns for the Source Naturals 3 Lifeforce subline? 4 A I don't know. [REDACTED]</p> <p>3 Q To your knowledge does Threshold segregate any 4 spending on advertising to a particular product line? 5 A I'm -- say that again, please? 6 Q Okay. Yeah, I'll ask a different question. 7 To your knowledge does Threshold have information 8 on the amount of advertising spent specifically for the 9 Source Naturals Lifeforce subline? 10 A Threshold might. I don't know what that is. 11 Q Okay. Are you aware of any instances of actual 12 confusion between Threshold and Lifeforce Digital? 13 A That's you? 14 Q Yes. 15 A I'm not aware. 16 Q Are you aware of any instances of actual 17 confusion between Threshold's use of the Lifeforce mark 18 and Lifeforce Digital's use of the Lifeforce mark? 19 A I don't know. 20 Q Are you aware of instances of actual confusion 21 between Threshold's use of the Lifeforce mark and any 22 other company's use of the terms Lifeforce? 23 MR. AGARWAL: Hold on. "Any other company's 24 use" -- object to the form of the question. 25 You can answer to the extent you understand the</p>	<p>[REDACTED]</p> <p>3 Q To your knowledge does Threshold segregate any 4 spending on advertising to a particular product line? 5 A I'm -- say that again, please? 6 Q Okay. Yeah, I'll ask a different question. 7 To your knowledge does Threshold have information 8 on the amount of advertising spent specifically for the 9 Source Naturals Lifeforce subline? 10 A Threshold might. I don't know what that is. 11 Q Okay. Are you aware of any instances of actual 12 confusion between Threshold and Lifeforce Digital? 13 A That's you? 14 Q Yes. 15 A I'm not aware. 16 Q Are you aware of any instances of actual 17 confusion between Threshold's use of the Lifeforce mark 18 and Lifeforce Digital's use of the Lifeforce mark? 19 A I don't know. 20 Q Are you aware of instances of actual confusion 21 between Threshold's use of the Lifeforce mark and any 22 other company's use of the terms Lifeforce? 23 MR. AGARWAL: Hold on. "Any other company's 24 use" -- object to the form of the question. 25 You can answer to the extent you understand the</p>

[illegible]

23 Q Okay, thank you. I'm going to ask just the
24 specific question if you have any information that
25 Toby Robbins in fact was aware of the Source Naturals

[illegible]

24 Have you had communications with anyone at
25 LifeForce International?

<p style="text-align: right;">Page 54</p> <p>1 A No.</p> <p>2 Q Are you aware of any communications between</p> <p>3 Threshold and Lifeforce International?</p> <p>4 A In the past.</p> <p>5 Q And what communications or interactions between</p> <p>6 Threshold and Lifeforce International are you aware of?</p> <p>7 A I know we -- at some time in the past we worked</p> <p>8 out kind of a Coexistence Agreement. I believe that's</p> <p>9 what it's called.</p> <p>10 Q Were you involved in the review or negotiation of</p> <p>11 that Coexistence Agreement?</p> <p>12 A No.</p> <p>13 Q Are you aware of the terms of the Coexistence</p> <p>14 Agreement?</p> <p>15 A As I sit here I am not aware but most likely it</p> <p>16 was me who signed it; so at a certain point I was aware.</p> <p>17 I'm sure I read the agreement and so -- but I don't recall</p> <p>18 it.</p> <p>19 Q Following the execution of that agreement, are</p> <p>20 you aware of any communications between Threshold, or</p> <p>21 Threshold's attorneys or representatives, with Lifeforce</p> <p>22 International?</p> <p>23 MR. AGARWAL: Hold on.</p> <p>24 Can you break that into two pieces for me?</p> <p>25 MR. SPATZ: Or three.</p>	<p style="text-align: right;">Page 56</p> <p>1 MR. SPATZ: Absolutely.</p> <p>2 MR. AGARWAL: Thank you.</p> <p>3 (Whereupon the deposition proceedings of IRA GOLDBERG were</p> <p>4 concluded at 10:54 a.m. PST)</p> <p>5</p> <p>6 ---oOo---</p> <p>7</p> <p>8</p> <p>9</p> <p>10</p> <p>11</p> <p>12</p> <p>13</p> <p>14</p> <p>15</p> <p>16</p> <p>17</p> <p>18</p> <p>19</p> <p>20</p> <p>21</p> <p>22</p> <p>23</p> <p>24</p> <p>25</p>
<p style="text-align: right;">Page 55</p> <p>1 BY MR. SPATZ:</p> <p>2 Q I believe I've asked you if you're aware of any</p> <p>3 communications between Threshold and Lifeforce</p> <p>4 International, and you said you weren't aware?</p> <p>5 A Correct, not recent communications.</p> <p>6 Q And post-execution of the Coexistence Agreement,</p> <p>7 are you aware of any communications between Threshold's</p> <p>8 attorneys and Lifeforce International?</p> <p>9 A I don't know.</p> <p>10 Q And are you a -- post the 2009 Coexistence</p> <p>11 Agreement are you aware of any communications between any</p> <p>12 Threshold representative and Lifeforce International?</p> <p>13 A I don't know.</p> <p>14 MR. SPATZ: No further questions.</p> <p>15 MR. AGARWAL: Okay. We have nothing else.</p> <p>16 Madam Reporter, I'll take a standard delivery on</p> <p>17 this one.</p> <p>18 MR. SPATZ: And continue -- we're stipulating</p> <p>19 that the protective order will run from receipt of</p> <p>20 transcript?</p> <p>21 MR. AGARWAL: Yeah, so we'll ask that this -- I</p> <p>22 don't think this involves you, Madam Reporter, but I would</p> <p>23 state, per protective order, that we request to have 21</p> <p>24 days from receipt of transcript to designate any portions</p> <p>25 as protected information pursuant to protective order.</p>	<p style="text-align: right;">Page 57</p> <p>1 REPORTER'S CERTIFICATION</p> <p>2</p> <p>3 I, Susan S. Henriquez, Certified Shorthand</p> <p>4 Reporter, No. 13763, in and for the State of California,</p> <p>5 do hereby certify:</p> <p>6 That prior to being examined, the witness named in</p> <p>7 the foregoing deposition was by me duly administered an</p> <p>8 oath sworn to testify to the truth, the whole truth, and</p> <p>9 nothing but the truth;</p> <p>10 That said deposition was taken down by me,</p> <p>11 remotely, in shorthand, at the time therein named and</p> <p>12 thereafter reduced to typewriting under my direction, and</p> <p>13 the same is a true, correct, and complete transcript of</p> <p>14 said proceedings;</p> <p>15 That if the foregoing pertains to the original</p> <p>16 transcript of a deposition in a Federal Case, before</p> <p>17 completion of the proceedings, review of the transcript</p> <p>18 {X} was { } was not required.</p> <p>19 I further certify that I am not interested in the</p> <p>20 event of this action.</p> <p>21 Witness my hand this 8th day of</p> <p>22 January, :</p> <p>23 </p> <p>24</p> <p>25 Certified Shorthand Reporter for the State of California</p>

<p style="text-align: right;">Page 58</p> <p>1 Veritext Legal Solutions 1100 Superior Ave 2 Suite 1820 3 Cleveland, Ohio 44114 4 Phone: 216-523-1313 5 6 January 8, 2024 7 To: Monty Agarwal, Esq. 8 9 Case Name: Threshold Enterprises LTD. v. Lifeforce Digital Inc. 10 Veritext Reference Number: 6332424 11 12 Witness: Ira Goldberg Deposition Date: 12/15/2023 13 14 Dear Sir/Madam: 15 16 Enclosed please find a deposition transcript. Please have the witness 17 review the transcript and note any changes or corrections on the 18 included errata sheet, indicating the page, line number, change, and 19 the reason for the change. Have the witness' signature notarized and 20 forward the completed page(s) back to us at the Production address 21 shown 22 above, or email to production-midwest@veritext.com. 23 24 If the errata is not returned within thirty days of your receipt of 25 this letter, the reading and signing will be deemed waived. 26 27 Sincerely, 28 Production Department 29 30 NO NOTARY REQUIRED IN CA</p>	<p style="text-align: right;">Page 60</p> <p>1 DEPOSITION REVIEW 2 CERTIFICATION OF WITNESS 3 4 ASSIGNMENT REFERENCE NO: 6332424 5 CASE NAME: Threshold Enterprises LTD. v. Lifeforce Digital Inc. 6 DATE OF DEPOSITION: 12/15/2023 7 WITNESS' NAME: Ira Goldberg 8 In accordance with the Rules of Civil 9 Procedure, I have read the entire transcript of 10 my testimony or it has been read to me. 11 I have listed my changes on the attached 12 Errata Sheet, listing page and line numbers as 13 well as the reason(s) for the change(s). 14 I request that these changes be entered 15 as part of the record of my testimony. 16 17 I have executed the Errata Sheet, as well 18 as this Certificate, and request and authorize 19 that both be appended to the transcript of my 20 testimony and be incorporated therein. 21 22 Date Ira Goldberg 23 24 Sworn to and subscribed before me, a 25 Notary Public in and for the State and County, the referenced witness did personally appear and acknowledge that: They have read the transcript; They have listed all of their corrections in the appended Errata Sheet; They signed the foregoing Sworn Statement; and Their execution of this Statement is of their free act and deed. I have affixed my name and official seal this ____ day of _____, 20____. _____ Notary Public _____ Commission Expiration Date</p>
<p style="text-align: right;">Page 59</p> <p>1 DEPOSITION REVIEW 2 CERTIFICATION OF WITNESS 3 4 ASSIGNMENT REFERENCE NO: 6332424 5 CASE NAME: Threshold Enterprises LTD. v. Lifeforce Digital Inc. 6 DATE OF DEPOSITION: 12/15/2023 7 WITNESS' NAME: Ira Goldberg 8 In accordance with the Rules of Civil 9 Procedure, I have read the entire transcript of 10 my testimony or it has been read to me. 11 I have made no changes to the testimony 12 as transcribed by the court reporter. 13 14 Date Ira Goldberg 15 Sworn to and subscribed before me, a 16 Notary Public in and for the State and County, 17 the referenced witness did personally appear 18 and acknowledge that: 19 They have read the transcript; 20 They signed the foregoing Sworn 21 Statement; and 22 Their execution of this Statement is of 23 their free act and deed. 24 25 I have affixed my name and official seal 26 this ____ day of _____, 20____. 27 28 Notary Public 29 30 Commission Expiration Date</p>	<p style="text-align: right;">Page 61</p> <p>1 ERRATA SHEET 2 VERITEXT LEGAL SOLUTIONS MIDWEST 3 ASSIGNMENT NO: 6332424 4 PAGE/LINE(S) / CHANGE /REASON 5 _____ 6 _____ 7 _____ 8 _____ 9 _____ 10 _____ 11 _____ 12 _____ 13 _____ 14 _____ 15 _____ 16 _____ 17 _____ 18 _____ 19 _____ 20 Date Ira Goldberg 21 SUBSCRIBED AND SWORN TO BEFORE ME THIS _____ 22 DAY OF _____, 20____. 23 24 Notary Public 25 26 Commission Expiration Date</p>